

# **EXHIBIT M**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

BOURNE CO., )  
)  
Plaintiff, )  
)  
vs. ) No. 07 CIV. 8580 (DAB)  
)  
TWENTIETH CENTURY FOX FILM )  
CORPORATION, FOX BROADCASTING )  
COMPANY, TWENTIETH CENTURY FOX )  
TELEVISION, INC., TWENTIETH )  
CENTURY FOX HOME ENTERTAINMENT, )  
INC., FUZZY DOOR PRODUCTIONS, )  
INC., THE CARTOON NETWORK, INC., )  
SETH MAC FARLANE, WALTER MURPHY, )  
)  
Defendants. )  
\_\_\_\_\_ )

RULE 30(B)(6) DEPOSITION OF FOX EMPLOYEE

DAVID ZUCKERMAN

TAKEN ON

THURSDAY, MARCH 13, 2008

Reported by:

Daryl Baucum, RPR, CRR, CBC, CSR No. 10356

<p style="text-align: right;">Page 6</p> <p>1 Okay?</p> <p>2 A. Yes.</p> <p>3 Q. And if I ask a question in a way that's</p> <p>4 confusing to you -- it may well happen -- just let me</p> <p>5 know. I promise I will try to work with you to clear it</p> <p>6 up so that you will understand the questions that I am</p> <p>7 asking.</p> <p>8 If at any point you need a break, just let me</p> <p>9 know and we can work that out. You know, I would prefer</p> <p>10 it's not while questions are pending, but other than</p> <p>11 that, we should be able to give you a break any time you</p> <p>12 feel the need for one.</p> <p>13 Okay?</p> <p>14 A. Yes.</p> <p>15 Q. Do you currently work on the "Family Guy"</p> <p>16 program?</p> <p>17 A. No.</p> <p>18 Q. What are you currently working on?</p> <p>19 A. I am an executive producer on "American Dad."</p> <p>20 Q. And when was the last time you worked on</p> <p>21 "Family Guy"?</p> <p>22 When did you stop working for "Family Guy"?</p> <p>23 A. At the end of the second season. I stayed</p> <p>24 through the 37th episode.</p> <p>25 Q. During the second season, what was your</p>	<p style="text-align: right;">Page 8</p> <p>1 relating to this litigation?</p> <p>2 A. No.</p> <p>3 Q. Other than any particular discussions that you</p> <p>4 had with your lawyers, what have you done in the past</p> <p>5 week to prepare for this deposition?</p> <p>6 A. I rewatched the episode "When You Wish Upon a</p> <p>7 Weinstein."</p> <p>8 Q. Did you do anything else?</p> <p>9 A. No.</p> <p>10 Q. Have you talked to Seth MacFarlane?</p> <p>11 A. No.</p> <p>12 Q. Have you reviewed any deposition transcripts?</p> <p>13 A. No.</p> <p>14 Q. What personal involvement did you have with the</p> <p>15 story development for the Weinstein episode?</p> <p>16 A. The only specific recollection I have about the</p> <p>17 Weinstein episode was the third act was not working, and</p> <p>18 I think it was my idea to do the whole quickie Bah</p> <p>19 Mitzvah element of the third act.</p> <p>20 Q. So that's the only element of the show that you</p> <p>21 recall personally being involved in the writing of?</p> <p>22 A. Well, as executive producer, I was involved in</p> <p>23 every aspect of every episode. So I don't know if you</p> <p>24 are asking what my specific contributions are or in</p> <p>25 general what my duties are.</p>
<p style="text-align: right;">Page 7</p> <p>1 position?</p> <p>2 A. Executive producer.</p> <p>3 Q. And what were your responsibilities in that</p> <p>4 position?</p> <p>5 A. I was the show runner along with Seth</p> <p>6 MacFarlane, and I basically oversaw all creative aspects</p> <p>7 of the show.</p> <p>8 Q. Do you recall the episode "When You Wish Upon a</p> <p>9 Weinstein"?</p> <p>10 A. I do.</p> <p>11 Q. At the time during the second season when you</p> <p>12 were executive producer, were you employed directly by</p> <p>13 Fox?</p> <p>14 A. Well, I had a loan-out company. I don't know</p> <p>15 what the -- my loan-out company I think was employed by</p> <p>16 Fox. I don't know what the legal things are, but yes, I</p> <p>17 worked for Fox.</p> <p>18 Q. Through -- was this a corporation, this</p> <p>19 loan-out company?</p> <p>20 A. Yeah, it's a -- I am a corporation of which I</p> <p>21 am the, you know, president.</p> <p>22 Q. Right.</p> <p>23 And what was the name of that corporation?</p> <p>24 A. Zuck, Inc.</p> <p>25 Q. Did anybody ask you to look for documents</p>	<p style="text-align: right;">Page 9</p> <p>1 Q. Good. Thanks.</p> <p>2 I am asking what your specific -- what you</p> <p>3 specifically did with respect to that specific episode.</p> <p>4 MR. ZAVIN: Objection; just because I think</p> <p>5 that is still ambiguous.</p> <p>6 BY MR. FAKLER:</p> <p>7 Q. You can answer it if you understand it.</p> <p>8 A. I would just say that as executive producer on</p> <p>9 a show, I was involved in story development, giving</p> <p>10 notes on the outline once the story outline came in and</p> <p>11 rewriting the script as it came in.</p> <p>12 I don't remember -- you know, did I</p> <p>13 specifically write this line or that line, I don't have</p> <p>14 any recollection -- I don't remember.</p> <p>15 Q. Do you remember giving -- doing all of those</p> <p>16 things, giving comments and such, with respect to this</p> <p>17 particular episode?</p> <p>18 A. Yes, as I did on every episode.</p> <p>19 Q. Is there a process for submitting the script</p> <p>20 for approval to the Standards and Practices Department</p> <p>21 at Fox?</p> <p>22 A. You are speaking in general or specifically on</p> <p>23 this episode?</p> <p>24 Q. First, in general.</p> <p>25 A. We wrote the script; we rewrote to our</p>

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<p>1 satisfaction, "we," the writing staff; and then it was 2 sent to the network. We would have a table read. 3 After the table read, we would meet with the 4 broadcast standards executives who would give their 5 thoughts on the script. They would later send those 6 thoughts over in writing. We would negotiate with them, 7 giving up certain jokes to keep other jokes, adjusting 8 jokes so that it took care of whatever their concern 9 was, and then we would record the show. 10 And at each step of the process, you know, when 11 we got an animatic, which was like a rough cut, and when 12 we got the color, which is the full animation back from 13 Korea, we would get another set of notes. 14 And that's how it worked. 15 Q. And do you recall the standards and practices 16 review for the Weinstein episode? 17 A. I recall that we got one. I don't recall the 18 specifics. 19 Q. Were you involved in that process? 20 A. The process of what? 21 Q. Of the standards and practices review. 22 A. Yes. 23 Q. Who else was directly involved in that? 24 A. It was primarily Seth and I, and we may have 25 involved the writer of the episode of any particular</p>	<p>1 A. Specifically, no. 2 Q. Was the approval -- the standards and practices 3 approval practices for Weinstein longer than was typical 4 for an episode of the "Family Guy"? 5 A. The show's actually called "Family Guy." 6 Q. "Family Guy." 7 A. Yes. 8 Q. And that was approval process for the Weinstein 9 episode more difficult than the typical episode of 10 "Family Guy"? 11 A. Yes. 12 Q. Do you believe that the message of the episode 13 is antisemitic? 14 A. No. 15 Q. And so I take it it wasn't intended to be 16 antisemitic. 17 A. No. 18 Q. Does the episode have an overall message or 19 theme? 20 A. Yes. 21 Q. And what is that? 22 A. That message of the episode is that Jews are no 23 better or worse than anybody else; they're just people, 24 which seems -- the comedic value of that is that seems 25 like it should be obvious, but to Peter, it's not. So</p>
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<p>1 episode in the process. On Weinstein, I can't recall 2 specifically -- I am sure it was Seth, but I don't know 3 who else. I don't remember. 4 Q. Do you remember who the writer was for the 5 Weinstein episode? 6 A. Yeah, it was Ricky Blitt. 7 Q. And who at Fox was directly involved in the 8 standards and practices review for the Weinstein 9 episode? 10 A. Our primary person was Linda Shima-Tsuno and 11 she reported to Roland McFarland, and I believe Roland 12 was involved with this episode, too. 13 Q. What was Fox's initial reaction after you first 14 submitted the story for a standards and practices 15 review? 16 A. I don't remember. 17 Q. Did they request changes? 18 A. Did who request changes? 19 Q. Fox. 20 A. Fox creative? 21 Q. Fox standards and practices. Right now, we're 22 just talking about standards and practices. 23 A. Yes, they always requested changes. So, yes. 24 Q. Do you recall what particular problems they had 25 with the episode?</p>	<p>1 what's funny is that Peter had to learn this 2 ridiculously obvious lesson. That was the theme of the 3 show. 4 Q. And during the standards and practices process, 5 was that essentially what you were trying to explain to 6 Fox as the reason for having the controversial content 7 in the episode? 8 MR. ZAVIN: Objection. 9 BY MR. FAKLER: 10 Q. You can answer. 11 A. I don't think there was anything in it that was 12 controversial. 13 Q. Well when I say "controversial," I mean -- 14 well, does standards and practices object to anything 15 that they felt was controversial? 16 A. As they did on every episode of "Family Guy", 17 yes. 18 Q. So I guess when -- and did you respond to those 19 objections by giving your opinions as to why you thought 20 that matter was not -- shouldn't be controversial? 21 A. As I did on every episode, yes. 22 Q. And was this overall theme and the fact that, 23 you know, the point of the story is to make fun of 24 Peter's bigotry, was that something that you discussed 25 with standards and practices?</p>

6 (Pages 18 to 21)

<p style="text-align: right;">Page 18</p> <p>1 A. That sounds likely, yes.</p> <p>2 Q. But you don't remember as you sit here today?</p> <p>3 A. I don't remember -- I don't remember the name</p> <p>4 Laura Geller, if that's what you are asking.</p> <p>5 Q. Do you remember a second rabbi?</p> <p>6 A. I remember Fox -- yes, Fox consulted a rabbi.</p> <p>7 Q. And do you remember what that rabbi's opinion</p> <p>8 was?</p> <p>9 A. No.</p> <p>10 Q. What was Fox's ultimate decision in season two</p> <p>11 as far as whether they would air the episode or not?</p> <p>12 A. They chose not to air it.</p> <p>13 Q. And when were you first told of that decision?</p> <p>14 A. I don't remember.</p> <p>15 Q. Do you remember who -- did somebody at Fox</p> <p>16 speak directly to you?</p> <p>17 Did you learn that directly from someone at</p> <p>18 Fox?</p> <p>19 A. I really don't remember.</p> <p>20 Q. Did you have any role in the writing of the</p> <p>21 song "I Need A Jew"?</p> <p>22 A. Did I have any role in writing the song. Well,</p> <p>23 I was the executive producer of the show. So I had a</p> <p>24 role in the writing of everything.</p> <p>25 Q. What did you do with respect to the song "I</p>	<p style="text-align: right;">Page 20</p> <p>1 episode?</p> <p>2 A. Yes.</p> <p>3 Q. How?</p> <p>4 A. Well, everything in the episode is related to</p> <p>5 the theme of the episode. I am not sure I understand</p> <p>6 the question.</p> <p>7 Q. Well, how specifically does the song relate to</p> <p>8 that time?</p> <p>9 A. Well, its story purpose is to illustrate</p> <p>10 Peter's ignorance.</p> <p>11 Q. Did you ever have any discussions with anyone</p> <p>12 outside of the writing staff about what the song is</p> <p>13 making fun of?</p> <p>14 A. Broadcast standards, Linda and possibly Roland.</p> <p>15 I don't remember.</p> <p>16 Q. And what were those discussions?</p> <p>17 A. I don't remember, specifically.</p> <p>18 Q. You don't remember what you said to them in</p> <p>19 those discussions?</p> <p>20 A. It was nine years ago.</p> <p>21 What's the question again?</p> <p>22 Q. When you had discussions with broadcast</p> <p>23 standards and practices about what the song was making</p> <p>24 fun of, what did you say to them, if you can recall?</p> <p>25 A. I really don't recall any specifics of any</p>
<p style="text-align: right;">Page 19</p> <p>1 Need A Jew"?</p> <p>2 A. I don't -- the only specific thing that I</p> <p>3 remember is on this note where they had the concern</p> <p>4 about "even though they killed my Lord," I suggested "I</p> <p>5 don't think they killed my Lord" as a means of keeping</p> <p>6 somewhat the same joke, and I believe that was</p> <p>7 acceptable to standards. That's the only specific I</p> <p>8 believe that I wrote.</p> <p>9 Q. Do you recall any particular discussions you</p> <p>10 had with the writing staff specifically about what the</p> <p>11 song "I Need A Jew" is making fun of?</p> <p>12 A. Please, restate the question.</p> <p>13 MR. FAKLER: Could you read it back, please.</p> <p>14 (The previous question was read back</p> <p>15 by the court reporter as follows:</p> <p>16 "QUESTION: Do you recall any</p> <p>17 particular discussions you had with</p> <p>18 the writing staff specifically about</p> <p>19 what the song 'I Need A Jew' is</p> <p>20 making fun of?")</p> <p>21 THE WITNESS: No. I mean I don't recall.</p> <p>22 BY MR. FAKLER:</p> <p>23 Q. Is the song meant to be antisemitic?</p> <p>24 A. No, no.</p> <p>25 Q. Is the song related to the overall theme of the</p>	<p style="text-align: right;">Page 21</p> <p>1 conversation.</p> <p>2 MR. FAKLER: That's all I have.</p> <p>3 MR. ZAVIN: Let's take a two-minute break.</p> <p>4 (Off the record.)</p> <p>5 EXAMINATION</p> <p>6 BY MR. ZAVIN:</p> <p>7 Q. Mr. Zuckerman, my name is Jonathan Zavín. I am</p> <p>8 the attorney for the defendants in this case, including</p> <p>9 Seth MacFarlane, Walt Disney and a number of Fox</p> <p>10 entities and Cartoon Network.</p> <p>11 During in your responses to Mr. Fakler, you</p> <p>12 said there were no conversations -- or you didn't recall</p> <p>13 any specific conversations with writing staff about the</p> <p>14 purpose or with respect to why a song is making fun of</p> <p>15 "Wish Upon a Star."</p> <p>16 Do you remember that?</p> <p>17 MR. FAKLER: Objection; that completely</p> <p>18 misstates my question.</p> <p>19 BY MR. ZAVIN:</p> <p>20 Q. You can answer.</p> <p>21 A. Can you restate it.</p> <p>22 Q. I will repeat the question. Actually, I will</p> <p>23 withdraw it.</p> <p>24 During the making of the process of making the</p> <p>25 episode "When You Wish Upon a Weinstein," were there any</p>

<p style="text-align: right;">Page 22</p> <p>1 discussions about the use of the song "I Need A Jew" and</p> <p>2 Walt Disney?</p> <p>3 A. Yes.</p> <p>4 Q. Do you recall with whom those discussions were?</p> <p>5 A. They were with Seth and Rickey and broadcast</p> <p>6 standards, most likely Linda Shima-Tsuno, possibly</p> <p>7 Roland. I don't recall which one of them.</p> <p>8 Q. Without trying to recall the specifics -- not</p> <p>9 asking you word for word -- do you recall what those</p> <p>10 discussions were about?</p> <p>11 A. Broadcast standards was concerned about the use</p> <p>12 of the song and the words of the song, and our argument</p> <p>13 was that it had to be that song because it's the iconic</p> <p>14 Disney wish song and it's about -- it evokes a child</p> <p>15 wishing for something sweet and innocent and pure.</p> <p>16 And we thought juxtaposing that with what Peter</p> <p>17 was wishing for, which was stupid and ignorant and not</p> <p>18 innocent and pure, was making a satirical point, and we</p> <p>19 were also -- we also were aware of Disney's reputation</p> <p>20 as an antisemite and we thought that using the song for</p> <p>21 Peter to wish for a magical Jew who could come into his</p> <p>22 life and solve all his problems was -- you know, was</p> <p>23 making a sharp point about Disney.</p> <p>24 MR. ZAVIN: No further questions.</p> <p>25 MR. FAKLER: Okay. I have some follow-up.</p>	<p style="text-align: right;">Page 24</p> <p>1 possible answering your questions. What I thought you</p> <p>2 were asking for was specifics that I didn't have.</p> <p>3 BY MR. FAKLER:</p> <p>4 Q. And you believe that I wasn't asking you for</p> <p>5 what the content of those discussions were?</p> <p>6 A. I answered your question.</p> <p>7 Q. Okay. The discussions that you had with --</p> <p>8 these discussions about Walt Disney and his alleged</p> <p>9 antisemitism that you just discussed, when were those</p> <p>10 discussions?</p> <p>11 When did they take place in the process of</p> <p>12 producing the show?</p> <p>13 A. After the script was written, after the table</p> <p>14 read -- I don't recall if it was before the episode was</p> <p>15 recorded or not, but certainly before the episode was in</p> <p>16 animatic, certainly. It would have to be because, you</p> <p>17 know, we wouldn't have been able to record the lyrics</p> <p>18 until we had resolved these issues.</p> <p>19 So it would have to be after the table read</p> <p>20 before the record -- before the record of the song. We</p> <p>21 may have recorded the dialogue.</p> <p>22 Q. And with respect to the juxtaposition of "When</p> <p>23 You Wish Upon A Star," the theme of that Disney song</p> <p>24 with Peter's wish, which is more vulgar, was that</p> <p>25 juxtaposition meant to ridicule the Disney song or</p>
<p style="text-align: right;">Page 23</p> <p>1 FURTHER EXAMINATION</p> <p>2 BY MR. FAKLER:</p> <p>3 Q. Is there a reason why your recollection of</p> <p>4 those discussions became -- you suddenly had those</p> <p>5 recollections after stepping out into the hallway?</p> <p>6 A. Your question was did I have discussions with</p> <p>7 the writing staff?</p> <p>8 Q. I also asked a question about -- that was my</p> <p>9 first one.</p> <p>10 My second question was did you have any</p> <p>11 discussions with people outside of the writing staff,</p> <p>12 and you said yes, with standards and practices. And I</p> <p>13 asked you what did you say in those conversations and</p> <p>14 you could not recall at all.</p> <p>15 What made you recall?</p> <p>16 MR. ZAVIN: Objection.</p> <p>17 BY MR. FAKLER:</p> <p>18 Q. What refreshed your recollection?</p> <p>19 MR. ZAVIN: You said -- specifically, you asked</p> <p>20 him what did he say and he doesn't recall word for word</p> <p>21 what he said.</p> <p>22 MR. FAKLER: I asked him what was in those</p> <p>23 conversations.</p> <p>24 MR. ZAVIN: The fault was with your question.</p> <p>25 THE WITNESS: I was told to be as specific as</p>	<p style="text-align: right;">Page 25</p> <p>1 Peter's beliefs?</p> <p>2 MR. ZAVIN: Objection.</p> <p>3 BY MR. FAKLER:</p> <p>4 Q. Can you answer?</p> <p>5 MR. ZAVIN: There is no evidence it was meant</p> <p>6 to ridicule either.</p> <p>7 MR. FAKLER: Please, don't coach the witness.</p> <p>8 MR. ZAVIN: You have asked a question which is</p> <p>9 the classic trick question. You have assumed it was</p> <p>10 meant to ridicule one or the other.</p> <p>11 MR. FAKLER: You made a speaking objection.</p> <p>12 It's noted for the record.</p> <p>13 MR. ZAVIN: Right.</p> <p>14 MR. FAKLER: There is an avenue for us to</p> <p>15 resolve that.</p> <p>16 THE WITNESS: I mean I don't think we were</p> <p>17 trying to ridicule anybody.</p> <p>18 BY MR. FAKLER:</p> <p>19 Q. You don't think you were trying to ridicule</p> <p>20 Peter's beliefs?</p> <p>21 A. Ridicule. No.</p> <p>22 Q. And you weren't trying to ridicule --</p> <p>23 A. I think we were just pointing out that they</p> <p>24 were ignorant. There is plenty of times when we did</p> <p>25 ridicule Peter in the episode and in many episodes, but</p>

8 (Pages 26 to 28)

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<p>1 I think it was just supposed to be he is a dumb guy.</p> <p>2 The song was an illustration of how dumb he is.</p> <p>3 Q. Was the song an illustration -- any kind of</p> <p>4 negative comment on the original Disney song?</p> <p>5 MR. ZAVIN: Objection.</p> <p>6 THE WITNESS: I mean I don't understand the</p> <p>7 word "negative." It was a comment on the Disney song.</p> <p>8 BY MR. FAKLER:</p> <p>9 Q. Was it -- okay. You don't understand</p> <p>10 "negative" --</p> <p>11 A. Well, I don't think the word "negative"</p> <p>12 applies, I think I should say.</p> <p>13 Q. Okay.</p> <p>14 A. Negative.</p> <p>15 MR. FAKLER: That's all I have.</p> <p>16 MR. ZAVIN: We're done.</p> <p>17 THE WITNESS: Okay. Thanks.</p> <p>18 MR. FAKLER: Thanks a lot.</p> <p>19 MR. ZAVIN: Thank you.</p> <p>20 (The deposition was concluded at</p> <p>21 10:39 a.m.)</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p>1 STATE OF _____)</p> <p>2 _____) Ss.</p> <p>3</p> <p>4 I, DARYL BAUCUM, Certified Shorthand Reporter</p> <p>5 No. 10356 for the State of California, do hereby</p> <p>6 certify:</p> <p>7 That prior to being examined, the witness named</p> <p>8 in the foregoing deposition was duly sworn to testify to</p> <p>9 the truth, the whole truth, and nothing but the truth.</p> <p>10 That said deposition was taken down by me in</p> <p>11 shorthand at the time and place therein named and</p> <p>12 thereafter reduced to computerized transcription under</p> <p>13 my direction and supervision and that the same is a</p> <p>14 true, correct and complete transcript of said proceedings.</p> <p>15 Before completion of the transcript, review of</p> <p>16 the transcript [ ] was [ ] was not requested. If</p> <p>17 requested, any changes made by the deponent (and</p> <p>18 provided to the reporter) during the period allowed</p> <p>19 are appended hereto.</p> <p>20 I further certify that I am not in any way</p> <p>21 interested in the outcome of this action.</p> <p>22 IN WITNESS WHEREOF, I hereunto subscribe my</p> <p>23 name this 18th day of March, 2008.</p> <p>24</p> <p>25 _____</p>
<p>Page 27</p> <p>1 DECLARATION</p> <p>2</p> <p>3</p> <p>4</p> <p>5 I hereby declare I am the deponent in the</p> <p>6 within matter; that I have read the foregoing deposition</p> <p>7 and know the contents thereof; and I declare that the</p> <p>8 same is true of my knowledge except as to the matters</p> <p>9 which are therein stated upon my information or belief,</p> <p>10 and as to those matters, I believe it to be true.</p> <p>11 I declare under the penalties of perjury under</p> <p>12 the laws of the State of California that the foregoing</p> <p>13 is true and correct.</p> <p>14 This declaration is executed this _____ day</p> <p>15 of _____, 2008, at _____,</p> <p>16 California.</p> <p>17</p> <p>18</p> <p>19</p> <p>20 _____</p> <p>21 DAVID ZUCKERMAN</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	